

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	03/01/2012		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Quiksilver Americas, Inc.		03/01/2012	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	QS Wholesale, Inc.		
Street Address:	15202 Graham Street		
City:	Huntington Beach		
State/Country:	CALIFORNIA		
Postal Code:	92649		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 127			
Property Type	Number	Word Mark	
Serial Number:	77667061	ALEX GOES	
Serial Number:	78459480	ANDASKA	
Serial Number:	85289584	BOARDRIDERS	
Serial Number:	85545216	BOARDRIDERS	
Serial Number:	75019380	BOARDRIDERS CLUB	
Serial Number:	77193653	BOARDRIDERS CLUB	
Serial Number:	78774390	BOARDRIDERS TV	
Serial Number:	78951627		
Serial Number:	78815916		
Serial Number:	78775164	CHICKEN JAM	
Serial Number:	77753694	CYPHER SERIES	
Serial Number:	77719162	DD	
Serial Number:	77778276	DIAMOND DOBBY DLX	

OP \$3190.00 77667061

Serial Number:	85267718	EMPIRE STATE SURFING CHAMPIONSHIPS
Serial Number:	78815910	
Serial Number:	85078822	FUSEFLEX
Serial Number:	77322809	GREENPRINT
Serial Number:	75427518	
Serial Number:	75408137	
Serial Number:	75083965	
Serial Number:	78090919	
Serial Number:	78417698	
Serial Number:	78136547	
Serial Number:	78138297	
Serial Number:	78138293	
Serial Number:	78138305	
Serial Number:	78452141	
Serial Number:	78637985	
Serial Number:	78579458	
Serial Number:	77513815	
Serial Number:	77704157	
Serial Number:	78980381	
Serial Number:	78161355	
Serial Number:	85452291	KE11Y
Serial Number:	77322782	
Serial Number:	85175061	MEN WHO RIDE MOUNTAINS
Serial Number:	77808477	MOSKOVA
Serial Number:	77808471	MOSKOVA
Serial Number:	78456641	
Serial Number:	75979835	
Serial Number:	74247095	
Serial Number:	73595747	
Serial Number:	74372818	
Serial Number:	78633282	
Serial Number:	78978789	
Serial Number:	77513817	
Serial Number:	78980816	
Serial Number:	77709712	

	78810465	
Serial Number:	73284787	
Serial Number:	78335232	
Serial Number:	78697374	
Serial Number:	74801955	PIRATE SURF
Serial Number:	74003112	PIRATE SURF
Serial Number:	85175330	PIRATE SURF
Serial Number:	85175858	PIRATE SURF & SKATE
Serial Number:	74237356	PIRATE SURF
Serial Number:	85334923	PIRATE SURF SKATE SNOW
Serial Number:	77414631	PS+
Serial Number:	78425777	QS
Serial Number:	78184340	QUIK
Serial Number:	78624826	QUIKSCIENCE
Serial Number:	74373178	QUIKSILVER
Serial Number:	75164894	QUIKSILVER
Serial Number:	73595746	QUIKSILVER
Serial Number:	74247361	QUIKSILVER
Serial Number:	73620283	QUIKSILVER
Serial Number:	75128239	QUIKSILVER
Serial Number:	72247364	QUIKSILVER
Serial Number:	75304259	QUIKSILVER
Serial Number:	78086312	QUIKSILVER
Serial Number:	78271083	QUIKSILVER
Serial Number:	78314182	QUIKSILVER
Serial Number:	78126958	QUIKSILVER
Serial Number:	78452660	QUIKSILVER
Serial Number:	78584055	QUIKSILVER
Serial Number:	78578797	QUIKSILVER
Serial Number:	78618407	QUIKSILVER
Serial Number:	77513803	QUIKSILVER
Serial Number:	77703510	QUIKSILVER
Serial Number:	77808501	QUIKSILVER
Serial Number:	73661795	QUIKSILVER
Serial Number:	78810404	QUIKSILVER

	74246409	QUIKSILVER
Serial Number:	78374169	QUIKSILVER
Serial Number:	75083964	QUIKSILVER ROXY
Serial Number:	76071940	QUIKSILVER ROXY
Serial Number:	77741261	QUIKSILVER WATERMAN COLLECTION
Serial Number:	77592554	RR
Serial Number:	75473320	ROXY
Serial Number:	75612754	ROXY
Serial Number:	75466980	ROXY
Serial Number:	75829696	ROXY
Serial Number:	75408138	ROXY
Serial Number:	75838044	ROXY
Serial Number:	75466979	ROXY
Serial Number:	75838206	ROXY
Serial Number:	78272367	ROXY
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Serial Number:	78702917	ROXY
Serial Number:	75826848	ROXY
Serial Number:	77513807	ROXY
Serial Number:	77704153	ROXY
Serial Number:	78980615	ROXY
Serial Number:	85108732	ROXY
Serial Number:	77162266	ROXY LOVE
Serial Number:	78891859	ROXY TEENIE WAHINE
Serial Number:	75826324	ROXY.COM
Serial Number:	77982354	ROXYATHLETIX
Serial Number:	77585315	ROXYATHLETIX
Serial Number:	77592575	ROXYBRIGHTEDITION
Serial Number:	77981903	ROXYBRIGHTEDITION
Serial Number:	74237357	

	85184960	SRBO
Serial Number:	77734610	SURF COUTURE
Serial Number:	77747701	
Serial Number:	85453290	
Serial Number:	78092797	TEENIE WAHINE
Serial Number:	78762556	THE BAY CALLS THE DAY
Serial Number:	78949833	WAHINE
Serial Number:	78979966	WAHINE
Serial Number:	85485762	XPLOSIVE

CORRESPONDENCE DATA

Fax Number: (714)889-7186

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Email: trademarks@quiksilver.com

Correspondent Name: Quiksilver, Inc.

Address Line 1: 15202 Graham Street

Address Line 4: Huntington Beach, CALIFORNIA 92649

NAME OF SUBMITTER:	Mitch Milstein
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Signature:	/MnM/
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Date:	04/05/2012
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Total Attachments: 6

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MAR - 1 2012

AGREEMENT OF MERGER
OF
QUIKSILVER AMERICAS, INC.
AND
QS WHOLESALE, INC.

This Agreement of Merger ("Agreement") is entered into on this 1st day of March, 2012, by and among QS Wholesale, Inc., a California corporation ("QS Wholesale"), Quiksilver Americas, Inc., a California corporation ("Quiksilver Americas"), and Quiksilver, Inc., a Delaware corporation ("Parent"). QS Wholesale, Quiksilver Americas and Parent are referred to collectively herein as the Parties.

1. (a) QS Wholesale is a California corporation organized on August 20, 2004 and has 1,000 shares of its Common Stock outstanding, all of which are owned by Quiksilver Americas.

(b) Quiksilver Americas is a California corporation organized on August 20, 2004 and has 1,000 shares of its Common Stock outstanding, all of which are owned by Parent.

2. Quiksilver Americas shall be merged into QS Wholesale, which is intended to constitute a tax-free reorganization pursuant to Internal Revenue Code §368(a)(1)(D). The Parties expect that the merger will further certain of their business objectives, including, without limitation, simplification of the group operating structure, alignment of the structure with SAP best practices, and reduction of administrative costs.

3. Upon such merger:

(a) each outstanding share of Common Stock of Quiksilver Americas shall be converted into one (1) share of Common Stock of QS Wholesale; and

(b) each outstanding share of Common Stock of QS Wholesale outstanding immediately prior to the merger shall be canceled without consideration.

4. The articles of incorporation of QS Wholesale are not amended by such merger.

5. The conversion of shares as provided by this Agreement shall occur automatically upon the effective date without action by the holder thereof. The holder of such shares of Quiksilver Americas thereupon shall surrender such holder's share certificate or certificates to QS Wholesale and shall be entitled to receive in exchange therefore a certificate or certificates representing the number of shares into which such holder's shares theretofore represented by a certificate or certificates so surrendered shall have been converted as aforesaid.

6. Upon such merger, the separate existence of Quiksilver Americas ceases and QS Wholesale shall succeed, without other transfer, to all the rights and property of Quiksilver Americas and shall be subject to all the debts and liabilities thereof in the same manner as if Quiksilver Americas had itself incurred them. All rights of creditors and all liens upon the property of each corporation shall be preserved unimpaired, provided that such liens upon property of Quiksilver Americas shall be limited to the property affected thereby immediately prior to the time the merger is effective.

7. After such merger becomes effective, Quiksilver Americas, through the persons who were its officers immediately prior to the merger, shall execute or cause to be executed such further assignments, assurances or other documents as may be necessary or desirable to confirm title to properties, assets and rights in QS Wholesale, and QS Wholesale shall operate the historic business of Quiksilver Americas within the meaning of regulation section 1.368-1(d) of the Internal Revenue Code.

8. The effective date of such merger is the date upon which a copy of this Agreement is filed with the Secretary of State of California.


IN WITNESS WHEREOF, the parties have executed this Agreement as of the date first above written.

QUIKSILVER, INC., a Delaware corporation

By:

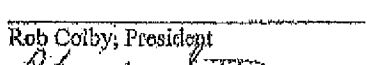

Robert B. McKnight, Jr.
Chief Executive Officer and President

By:


Charles S. Exon, Secretary

QUIKSILVER AMERICAS, INC., a California corporation

By:

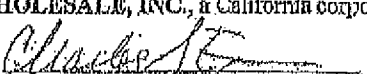

Rob Colby, President

By:

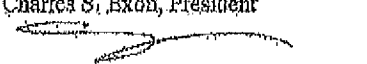

Charles S. Exon, Secretary

QS WHOLESALE, INC., a California corporation

By:


Charles S. Exon, President

By:


Sean Pence, Assistant Secretary

7. After such merger becomes effective, Quiksilver Americas, through the persons who were its officers immediately prior to the merger, shall execute or cause to be executed such further assignments, assurances or other documents as may be necessary or desirable to confirm title to properties, assets and rights in QS Wholesale, and QS Wholesale shall operate the historic business of Quiksilver Americas within the meaning of regulation section 1.368-1(d) of the Internal Revenue Code.

8. The effective date of such merger is the date upon which a copy of this Agreement is filed with the Secretary of State of California.

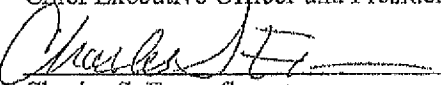
IN WITNESS WHEREOF, the parties have executed this Agreement as of the date first above written.

QUIKSILVER, INC., a Delaware corporation

By:

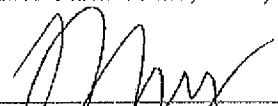
Robert B. McKnight, Jr.
Chief Executive Officer and President

By:

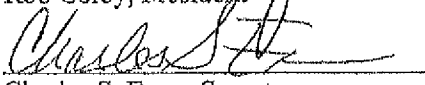

Charles S. Exon, Secretary

QUIKSILVER AMERICAS, INC., a California corporation

By:



Rob Colby, President

By:

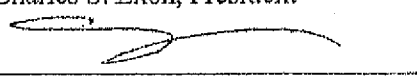

Charles S. Exon, Secretary

QS WHOLESALE, INC., a California corporation

By:


Charles S. Exon, President

By:

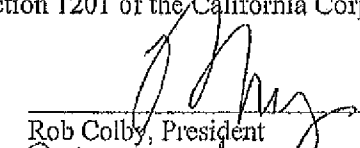

Sean Pence, Assistant Secretary

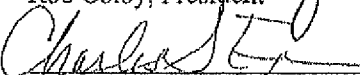
OFFICERS' CERTIFICATE

Rob Colby and Charles S. Exon certify that:

1. They are the President and the Secretary, respectively, of Quiksilver Americas, Inc., a corporation organized under the laws of the State of California.
2. The corporation has only one class of shares and the total number of outstanding shares is 1,000.
3. The agreement in the form attached was approved on behalf of the corporation by its board of directors. The merger was entitled to be approved by the board of directors alone under the provisions of Section 1201 of the California Corporations Code.

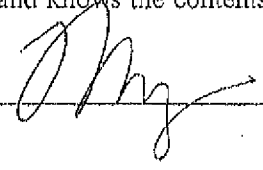
Signed on March 1, 2012


Rob Colby, President


Charles S. Exon, Secretary


VERIFICATION BY WRITTEN DECLARATION

The undersigned, Rob Colby, declares this 1st day of March, 2012 at 15202 Graham Street, Huntington Beach, California, under penalty of perjury under the laws of the State of California that he has read the foregoing certificate and knows the contents thereof and that the same is true and of his own knowledge.


Rob Colby

VERIFICATION BY WRITTEN DECLARATION

The undersigned, Charles S. Exon, declares this 1st day of March, 2012 at 15202 Graham Street, Huntington Beach, California, under penalty of perjury under the laws of the State of California that he has read the foregoing certificate and knows the contents thereof and that the same is true and of his own knowledge.

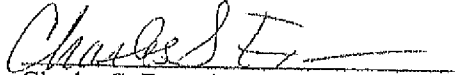

Charles S. Exon

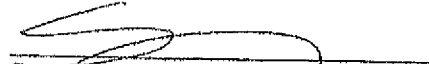
OFFICERS' CERTIFICATE

Charles S. Exon and Sean Pence certify that:

1. They are the President and the Assistant Secretary, respectively, of QS Wholesale, Inc., a corporation organized under the laws of the State of California.
2. The corporation has only one class of shares and the total number of outstanding shares is 1,000.
3. The agreement in the form attached was approved by the corporation by the vote of a number of shares of the only class of stock of the corporation, which equaled or exceeded the vote required.
4. The percentage vote required of each class is more than 50%.


Signed on March 1, 2012


Charles S. Exon, President


Sean Pence, Assistant Secretary

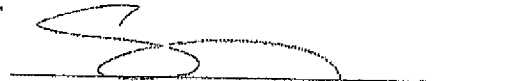
VERIFICATION BY WRITTEN DECLARATION

The undersigned, Charles S. Exon, declares this 1st day of March, 2012 at 15202 Graham Street, Huntington Beach, California, under penalty of perjury under the laws of the State of California that he has read the foregoing certificate and knows the contents thereof and that the same is true and of his own knowledge.


Charles S. Exon

VERIFICATION BY WRITTEN DECLARATION

The undersigned, Sean Pence, declares this 1st day of March, 2012 at 15202 Graham Street, Huntington Beach, California, under penalty of perjury under the laws of the State of California that he has read the foregoing certificate and knows the contents thereof and that the same is true and of his own knowledge.


Sean Pence



I hereby certify that the foregoing
transcript of _____ page(s)
is a full, true and correct copy of the
original record in the custody of the
California Secretary of State's office.

MAR 14 2012

Date: _____ *JLn*

Debra Bowen
DEBRA BOWEN, Secretary of State

TRADEMARK